

ARTICLES OF AMENDMENT
OF
TRI-COUNTY POINT PROPERTY OWNERS ASSOCIATION

FILED
In the Office of the
Secretary of State of Texas
SEP 06 1991
Corporations Section

TRI-COUNTY POINT PROPERTY OWNERS ASSOCIATION (referred to as the "Corporation"), a Texas nonprofit corporation subject to the Texas Non-Profit Corporation Act, has adopted the following amendments to its Articles of Incorporation filed on January 22, 1990, as stated in these Articles of Amendment.

ARTICLE 1

NAME

The name of the Corporation is TRI-COUNTY POINT PROPERTY OWNERS ASSOCIATION.

ARTICLE 2

SUBSTANCE OF AMENDMENT

Article Four of the Articles of Incorporation is amended to read as follows:

"ARTICLE FOUR

The purposes for which the Association is formed are:

(a) Specifically and primarily to provide an organization consisting of the owners of ~~the~~ Boca Chica ~~Development~~ ^{Property} in order to provide for ^{the} ~~the~~ management, maintenance, ^{development} preservation, and architectural control of the Boca Chica Development located in Jackson and Calhoun Counties, State of Texas, and more particularly described in the Declaration recorded in the Office of the County Clerk of Jackson and Calhoun Counties, State of Texas. JR

(b) Generally:

(i) To promote the health, safety, and welfare of the Property Owners.

(ii) To exercise all of the powers and privileges and to perform all of the duties and obligations of the Association as set forth in the Declaration.

(iii) To fix, levy, collect, and enforce payment of any charges or assessments as set forth in the Declaration and to pay all expenses in connection with such charges or assessments, and all other expenses incidental to the conduct of the business of the Association including all licenses, taxes, or governmental charges levied or imposed against the property of the Association.

(iv) To acquire (by gift, purchase, or otherwise), own, hold, improve, build on, operate, maintain, convey, sell, lease, transfer, dedicate for public use, or otherwise dispose of real or personal property in connection with the affairs of the Association.

(v) To borrow money, mortgage, pledge, deed in trust, or hypothecate any or all of the Association's real or personal property as security for money borrowed or debts incurred.

(vi) To have and to exercise any and all powers, rights, and privileges that a corporation organized under the Texas Non-Profit Corporation Act by law may now or at a later time have or exercise.

(vii) To act in the capacity of principal, agent, joint venturer, partner, or otherwise.

(c) Notwithstanding any of the above statements of purposes, the Association shall not, except to an unsubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of the Association.

(d) No part of the net earnings of the Corporation shall inure to the benefit of any director of the Corporation, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no director or officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the Corporate assets on dissolution of the Corporation. The Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

(e) The Corporation shall not engage in any act of self-dealing as defined in Section 4941 (d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

(f) Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section ⁵²⁸~~501~~ (c) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended." *SR*

Article Five of the Articles of Incorporation is amended to read as follows:

"ARTICLE FIVE

The street address of the registered office of the Corporation is 6600 Elm Creek Drive, #183, Austin, Texas 78744, and the name of its registered agent is William Winney, III." *JK*

Article Eight of the Articles of Incorporation is amended to read as follows:

"ARTICLE EIGHT

The Corporation shall have one or more classes of members as are established by the Board of Directors. Each owner of one or more lots shall be a member."

Article 3

PROCEDURE OF ADOPTION OF AMENDMENTS

The amendments were adopted at a meeting of Directors held on August 3, 1991, at which a quorum was present. The amendment received at least two-thirds of the votes that members who were present or represented by proxy at the meeting were entitled to cast.

I am an officer of the Corporation and I hereby execute these Articles of Amendment on behalf of the Corporation on this 30th day of August, 1991.

TRI COUNTY POINT PROPERTY OWNERS ASSOCIATION

BY: *Jo B. Reilly*

Name: *Jo B. Reilly*

Title: *Chair Board Directors*